

CAPTAIN MARVEL

MARVEL

4

LGY#138

SHE'S
BACK--
ROGUE
VS.
THE ONE AND ONLY
CAPTAIN MARVEL!



THOMPSON
CARNERO
BONVILLAIN

BORN TO A KREE MOTHER AND HUMAN FATHER, FORMER U.S. AIR FORCE PILOT CAROL DANVERS BECAME A SUPER HERO WHEN A KREE DEVICE ACTIVATED HER LATENT POWERS. NOW, SHE'S AN AVENGER AND EARTH'S MIGHTIEST HERO.

CAPTAIN MARVEL



"RE-ENTRY" PART 4

WHEN A VILLAIN NAMED NUCLEAR MAN SHOWED UP IN NEW YORK AND KIDNAPPED YOUNG REPORTER RIPLEY RYAN, CAROL WENT AFTER THEM — ONLY TO FIND HERSELF TRAPPED INSIDE A STRANGE BARRIER AROUND ROOSEVELT ISLAND.

THERE, CAROL FOUND THE ISLAND TRANSFORMED INTO A POSTAPOCALYPTIC WASTELAND AND DEFENDED BY SPIDER-WOMAN, HAZMAT, ECHO, AND — AFTER SHE FOLLOWED CAROL THROUGH THE BARRIER — A POWERLESS SHE-HULK. INTENDING TO BUILD AN EMPIRE OF MALE DOMINANCE, NUCLEAR MAN HAS TRAPPED HUNDREDS OF MEN IN HIS CITADEL. ONLY ONE HAS MANAGED TO ESCAPE: SOM, NUCLEAR MAN'S OWN SON — WHO CLAIMS TO BE ON THE REBELS' SIDE.

KEEPING SOM CLOSE, CAPTAIN MARVEL AND SPIDER-WOMAN INFILTRATED THE CITADEL, WHERE THEY DISCOVERED THE NEXT STAGE IN NUCLEAR MAN'S PLAN BEFORE BEING FOUND BY METAL-MEN. SENDING JESS AND SOM BACK TO WARN THE OTHERS, CAROL STAYED TO BUY THEM TIME, BUT QUICKLY REALIZED NUCLEAR MAN HAD A SPECIAL SURPRISE WAITING FOR HER: THE X-MAN WHO STOLE HER POWERS AND MEMORIES, THE WOMAN WHO SINGLE-HANDEDLY WRECKED CAROL'S LIFE FOR YEARS...ROGUE!

NOTE: THIS ISSUE TAKES PLACE AFTER THE EVENTS OF MR. & MRS. X #10

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**NUCLEAR
MAN'S
CITADEL.**

**I'VE SPENT
MOST MY LIFE
HATING ROGUE.**



**SAN
FRANCISCO.**
YEARS AGO.

THE FIRST TIME WE MET, ROGUE
ALMOST KILLED ME. SHE WAS
JUST A KID. A VILLAINOUS,
OUT-OF-CONTROL KID.



SHE DRAINED ME OF MY
POWERS AND MEMORIES.
TOOK EVERYTHING I HAD.
EVERYTHING I WAS.

HER MUTANT POWER
GOBBLED IT UP AND MADE
IT HER OWN. LEAVING
NOTHING FOR ME.



IT'S A MIRACLE
I SURVIVED.

IT CHANGED
US BOTH.
FOREVER.

WE'VE MADE PEACE SINCE
THEN. BUT SAYING WE'LL
NEVER BE FRIENDS IS... AN
UNDERSTATEMENT.



IF I'M HONEST, I STILL
DON'T LIKE LOOKING AT
HER STUPID PRETTY FACE.

BUT SHE'S
BEEN A HERO
FOR A LONG
TIME NOW. AND
SHE'S NOT
JUST A HERO,
SHE'S A TRULY
GREAT ONE...

...OF
COURSE...TODAY
DOESN'T SEEM
LIKE IT'S HER
BEST DAY.

THERE'S A COLLAR AROUND HER
NECK... MAYBE NUCLEAR MAN IS
CONTROLLING HER SOMEHOW?



SHE LOOKS...
INSANE.

AND I FEEL
LIKE I'M
BEING...

HRRRK.
R-ROGUE.

...DRAINED.

OH MY GOD. THIS
IS...THIS IS ROGUE
DRAINING ME AGAIN.
I--I...CAN'T...T-THAT
CAN'T HAPPEN AGAIN.







AS GLAD AS I AM THAT SHE'S DOWN...
I THINK THAT'S PROBABLY BAD NEWS.

LADY
MARVEL. CAROL.
HOW LOVELY TO SEE
YOUR OBJECTIVELY
ATTRACTIVE FACE
AGAIN.

RIGHT. NUCLEAR
MAN. THE DEFINITION
OF BAD NEWS.

?KOFF?
"LOVELY" IS
HARDLY THE
WORD I'D
USE.



SO SASSY.
I HAVE TO TELL YOU, CAROL. I
DON'T CARE FOR SASS. BUT NOT TO
WORRY, I'LL BREAK YOU OF THAT
SOON ENOUGH.

IN THE
MEANTIME, I HOPE YOU APPRECIATE
THAT I'VE BROUGHT IN YOUR LITTLE
NEMESIS HERE SO THAT YOU MIGHT FINALLY
KILL HER AND MOVE ON WITH YOUR LIFE. I'D LIKE
YOU TO BE FOCUSED ON THE IMPORTANT
THINGS WHEN WE BEGIN OUR **NEW LIFE**
TOGETHER.

I KNOW
THE TWO OF YOU CLAIM
TO HAVE MADE YOUR PEACE.
BUT YOU AND I BOTH KNOW
THAT'S A LIE. YOU'D LOVE TO
BE RID OF HER. WHAT SHE
DID TO YOU CANNOT
BE FORGIVEN.

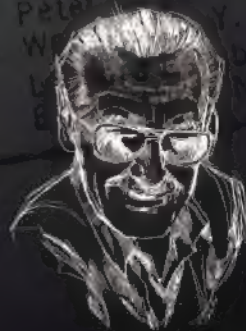
I'D LOVE TO PUNCH
THAT STUPID SMILE
OFF HIS FACE... BUT I
CAN BARELY STAND...



ITEM: Speaking of funny mags, the new-ish of NOT BRAND ECHH is finally sporting its own Letters Page. So, if you've been looking for a reason to latch onto a copy, now you've got it! Incidentally, this maniacal mag has become the "in" sensation of the year! (Now, if we can only figure out WHICH year?)

STAN'S SOAPBOX:
Many of you unsung heroes have written to ask how we really feel about our own mags. You've inquired whether we take them seriously, or just treat 'em as a patently pointless put-on! Well, just for the record, Charlie, we BELIEVE in our swingin' superheroes! We created them—we live with their adventures—their hang-ups—almost 24 hours a day. We know 'em as well as we know our families . . . and better than we know Irving Forbush! No, literature lover, our fearless little fables are NOT put-ons! To us, they're what's happening, baby! It's the REAL world we have our doubts about—but that's another story! Till next month then, Face Front! That's where the action is!

Alan Masuda
Gardena, Calif.
Tom Madden
Moundsville, W. Va.
Peter Mogee
W. Va.
L. J. ...
N. J.



STAN LEE
FOREVER



WELL,
CRAP. THAT AIN'T
GOOD.



WHAT
HAPPENED TO "NO MAN
LEFT BEHIND"?

DON'T
START WITH
ME. HAZMAT. GET
SHE-HULK AND ECHO.
WAR ROOM. TWO
MINUTES.



WHAT THE
HELL HAPPENED,
JESS?

WE GOT AMBUSHED. CAROL WANTED
US TO GET BACK HERE TO WARN
YOU. SHE INTERCEPTED A WAVE
OF METAL-MEN SO WE COULD
GET AWAY.

MUST HAVE
BEEN A LOT OF THEM. WE'VE
SEEN HER MOW DOWN DOZENS
WITH EASE.

YEAH.
I HONESTLY
THOUGHT SHE'D
MAKE IT OUT, BUT...
SHE NEVER
SHOWED.



I THINK HE
HAD SOMETHING
PLANNED FOR
HER.

SOM
CONFESSED
THAT CAROL
WAS LURED HERE
ON PURPOSE...THAT
NUCLEAR MAN HAS
SOME SPECIAL
INTEREST IN
HER.

I DON'T
KNOW WHAT
HIS PLAN IS. I ONLY
HEARD ONE WORD...
ROGUE.



...
DOES THAT...
DOES IT MEAN
SOMETHING
TO YOU?

SHE...SHE'S A
WOMAN FROM CAROL'S
PAST...SHE HURT CAROL.
IT WAS A LONG TIME AGO,
BUT...SHE CAN BE VERY
DANGEROUS. AND ESPECIALLY
TRAUMATIC FOR CAROL.



JEN, IF
IT'S REALLY
ROGUE...

I KNOW, I
KNOW. LET'S...
LET'S STAY CALM
AND WORK THE
PROBLEM
HERE.



WE HAVE TO GO IN AND GET HER, JEN.

SHE WOULDN'T WANT A FOOLISH, HASTILY ASSEMBLED RESCUE MISSION, JESS.

THAT WAS BEFORE ROGUE WAS PART OF THIS CONVERSATION. THAT CHANGES EVERYTHING.

WE COULDN'T MANAGE A RESCUE MISSION WHEN WE HAD CAROL. BUT WE CAN MOVE UP OUR PLANNED ATTACK TIMELINE.

WHAT DID CAROL SEND YOU BACK HERE TO TELL US?



IT'S THE **MEN**. THE CIVILIANS. WE FOUND THEM, OR SOME OF THEM AT LEAST.

BUT MY FATHER... HE'S BUILT ANOTHER VERSION OF HIS METAL-MEN TROOPS. THEY'RE SMALLER, BUT INSIDE...HE'S PUTTING THE MEN **INSIDE** THEM.

SO WE CAN'T DESTROY THE NEW METAL-MEN. IF WE DO, WE RISK **KILLING** THE VERY PEOPLE WE'VE BEEN TRYING TO **SAVE**.



MODIFY THE PHOTON CANNONS TO FIRE E.M.P. BLASTS...THAT SHOULD DISABLE THE ELECTRONICS OF THE METAL-MEN WITHOUT FATALLY INJURING A PERSON INSIDE.



THAT'S GOOD. JENNIFER, START THE ENGINEERS ON THAT RIGHT AWAY AND GET ME AN E.T.A. FOR COMPLETION ON CONVERTING THE MAJORITY OF OUR WEAPONS AS SOON AS POSSIBLE.

I WANT US READY FOR AN ASSAULT AT DAWN.

I'M GOING TO LEAD THE FIRST WAVE AS A DIRECT FRONTAL ASSAULT HERE. HAZMAT, YOU'RE LEADING THE SECOND-WAVE ASSAULT WITH THE HEAVY WEAPONRY.

REALLY?

HELL YES.



JESSICA AND ECHO, YOU WERE EACH SUPPOSED TO TAKE A COVERT TEAM IN THROUGH THE UNDERGROUND SO WE COULD SURROUND THEM AND CUT OFF ANY ESCAPE...BUT ECHO, YOU'RE THE ONLY ONE WHO'S LEARNED TO FLY. SO I NEED YOU TO TAKE CAROL'S PLACE IN LEADING THE AIR ASSAULT.

SOM, YOU'LL HAVE TO TAKE ECHO'S TEAM IN...CAN YOU HANDLE IT?

I'M READY.



GOOD. LISTEN, YOU KNOW NUCLEAR MAN BEST. WHAT'S HE PLANNING TO DO WITH CAROL? HARM HER? USE HER AGAINST US? WHAT?

ALL HE EVER WANTS IS TO TAKE THINGS OVER, TO RULE...TO HAVE DOMINION OVER OTHERS. HE WANTS HER TO BE HIS QUEEN...AND TO CREATE A RACE OF SUPER-STRONG CHILDREN TO HELP HIM TAKE OVER THE WORLD.

BUT I THINK FIRST HE WANTS HER TO PROVE HERSELF.

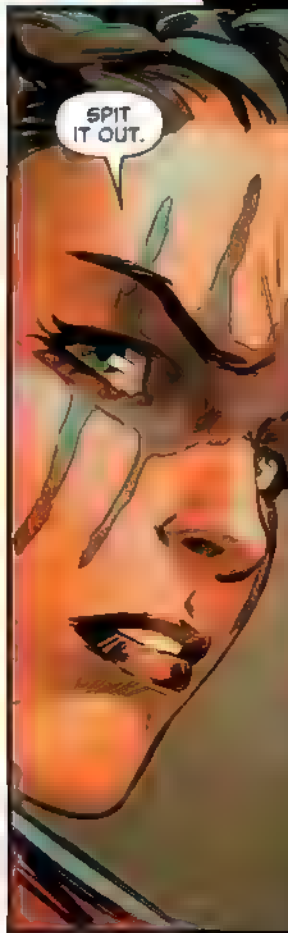


THIS IS SO DISGUSTING.

AND JUST HOW WOULD SHE DO THAT? HOW WOULD SHE "PROVE HERSELF"?



SHE'S ALREADY PROVEN HERSELF POWERFUL, AND A LEADER. BUT IF ROGUE DEFEATED HER BEFORE, THEN PERHAPS HE BELIEVES CAROL IS VULNERABLE TO HER, AND MAYBE...

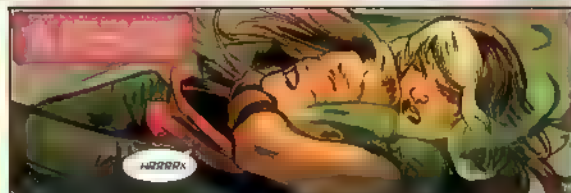
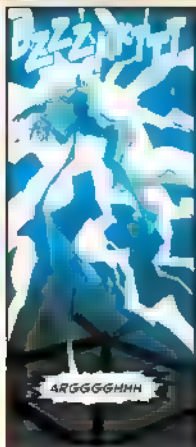
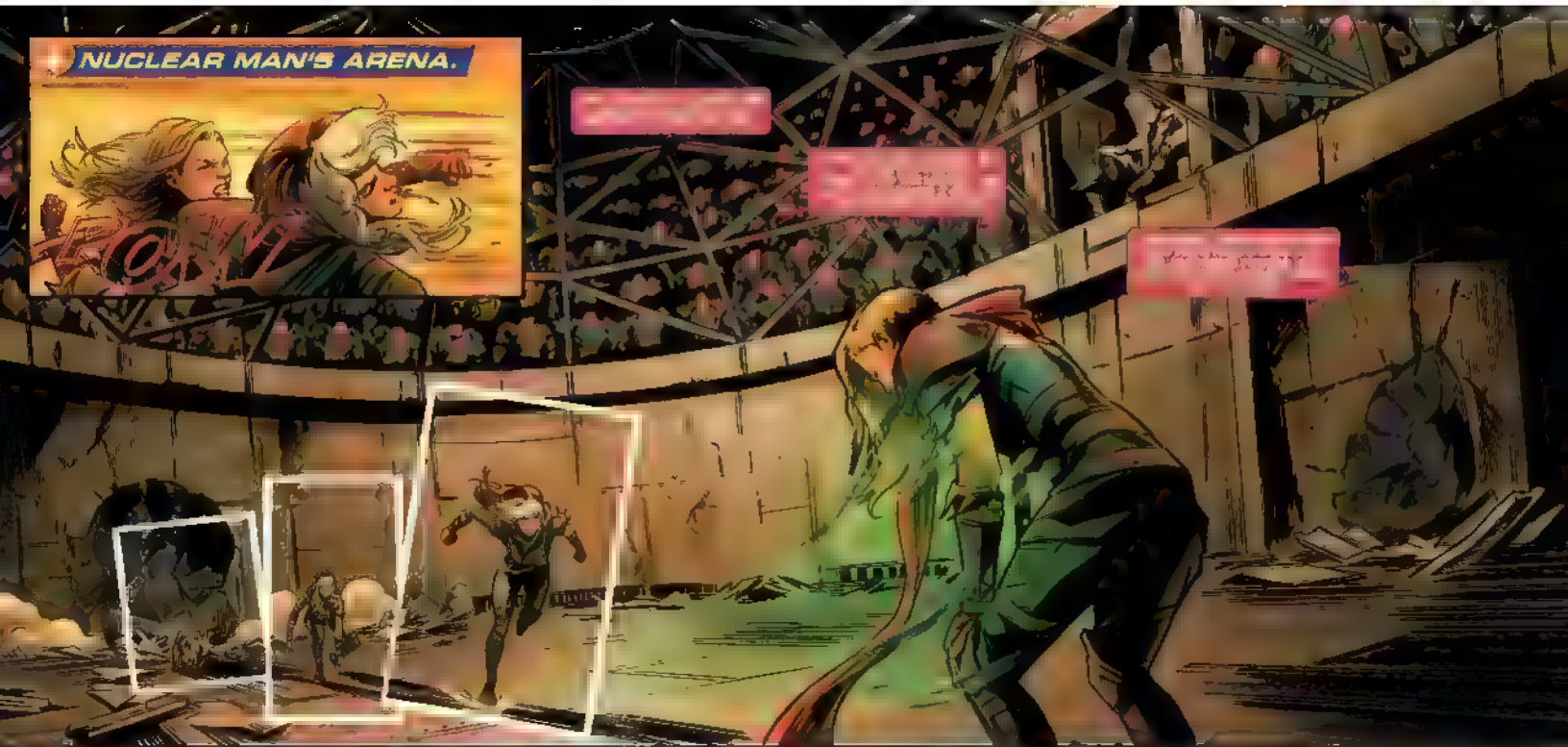


SPIT IT OUT.



I'M SAYING... HE DIDN'T BUILD AN ARENA FOR NO REASON. HE WANTS TO SEE A FIGHT.

GOOD. THEN WE'LL HIT THEM WHEN THAT FIGHT BEGINS. WHEN HE'S DISTRACTED.





AND I'M ABLE TO
SLIP FREE BECAUSE
SHE IS. BUT HOW
LONG WILL SHE BE
H.M?

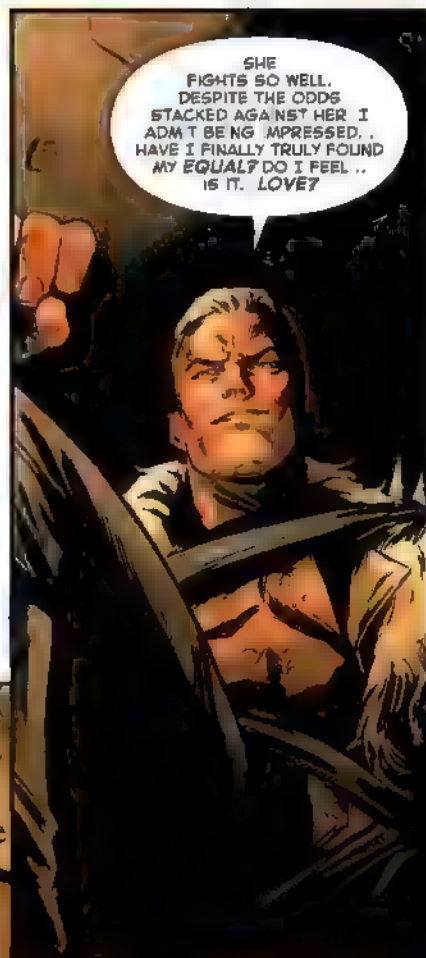
WHAT IF I CAN'T STOP HER FROM ABSORBING
ME... WHAT IF I'M TRAPPED INSIDE HER... FOR
YEARS... FOREVER...



I DON'T THINK
I CAN SURVIVE
THAT AGAIN



BOOM



SHE
FIGHTS SO WELL.
DESPITE THE ODDS
STACKED AGAINST HER I
ADMT BEING IMPRESSED. .
HAVE I FINALLY TRULY FOUND
MY EQUAL? DO I FEEL ..
IS IT. LOVE?



UNLESS... IS THAT
THE ONLY WAY
OUT OF THIS?
FOR US BOTH?

ROGUE...
I KNOW YOU'RE
FIGHTING HIM...I CAN SEE
THAT. BUT WE'RE RUNNING OUT
OF TIME. PRETTY SOON YOU'LL
HAVE ABSORBED EVERYTHING
I HAVE LEFT AND HE'LL
S-STILL HAVE CONTROL
OF YOUR MIND.

I..
I HAVE AN
IDEA.

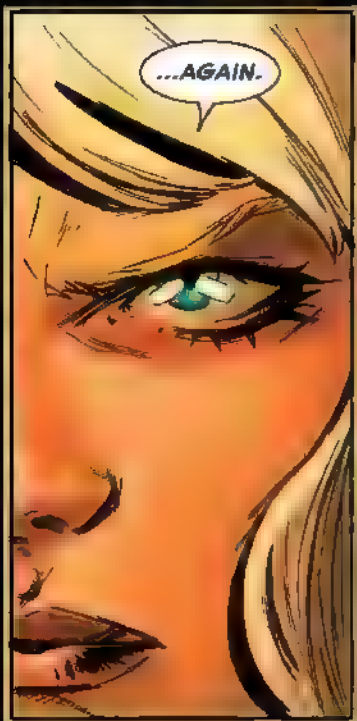
Y-YOU
HAVE TO. YOU HAVE TO
LET GO. YOU'VE ABSORBED SO
MUCH OF ME NOW. I'LL LET YOU TAKE
AL-ALMOST EVERYTHING. BUT THEN
Y-YOU HAVE TO LET GO. YOU HAVE TO
L-LET ME TAKE OVER ONCE YOU'VE
A-ABSORBED ME

DO YOU
UNDERSTAND?

...Y-YESSSS.

OH GOD. THIS...THIS
IS A MISTAKE. IT'S
JUST AS TERRIFYING
AS THE FIRST TIME...

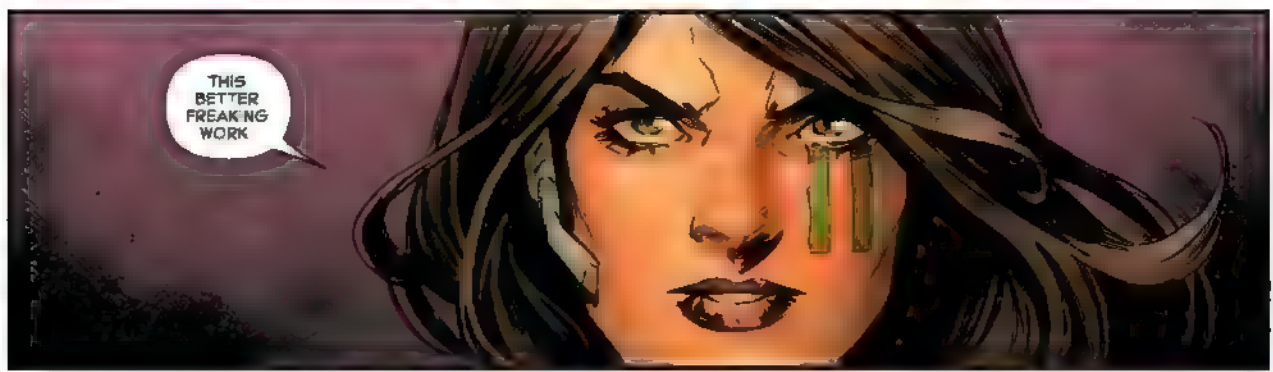
I...I DON'T
KNOW IF I CAN
DO THIS...

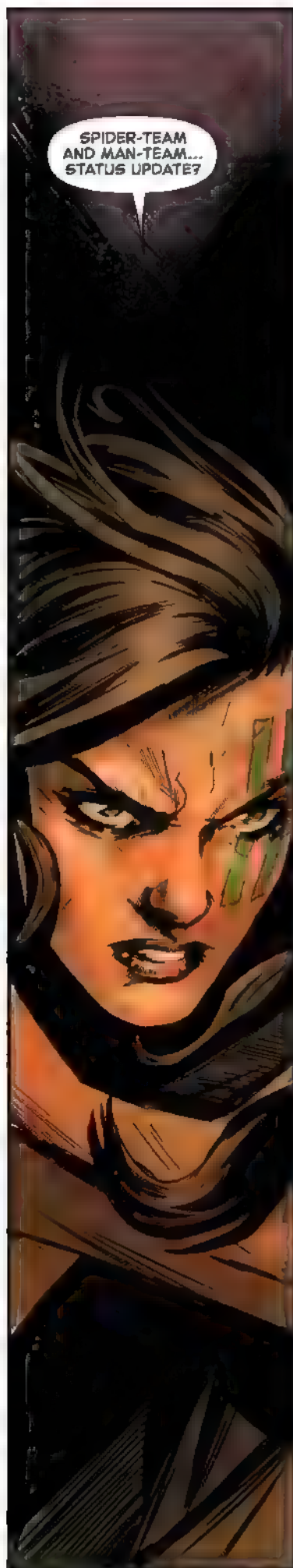


...AGAIN.

LOOKING
AT MY OWN BODY
THROUGH SOMEONE
ELSE'S EYES WILL
NEVER STOP BEING
DISTURBING.







SPIDER-TEAM
AND MAN-TEAM...
STATUS UPDATE?



SPIDER-ASSAULT AT
THE RENDEZVOUS POINT.
ALL CLEAR.

ALSO...STILL
PROTESTING THAT
WE GOT THE SEWER
ASSIGNMENT.

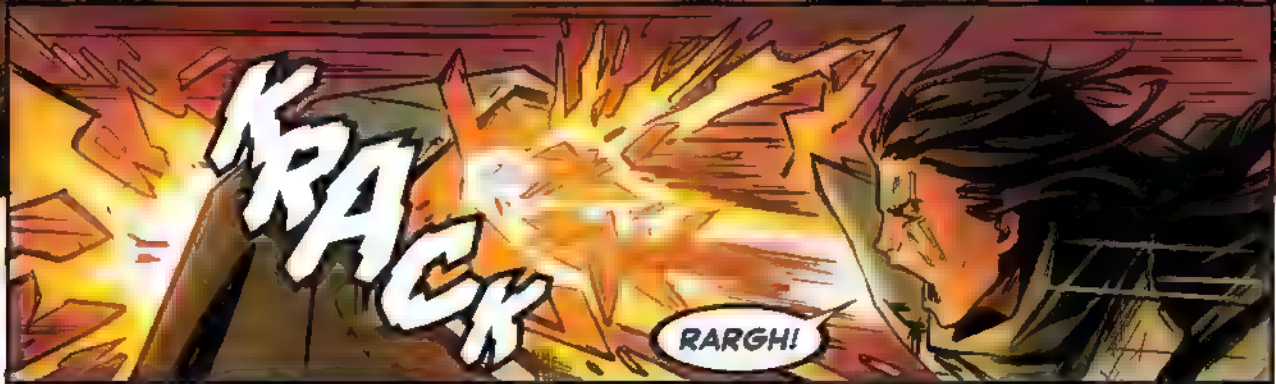


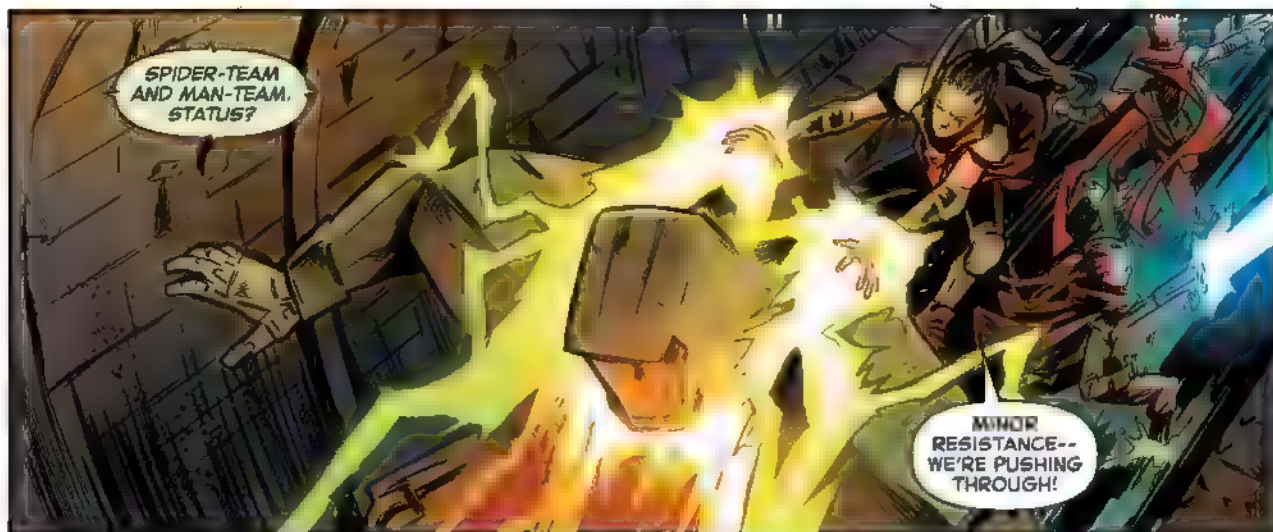
MAN-TEAM
APPROACHING THE
RENDEZVOUS POINT
NOW.

GLAD
WE'RE NOT
IN THE SEWER.
BUT STILL DON'T
LIKE OUR TEAM
NAME.

I WILL
HEAR COMPLAINTS
WHEN WE COME OUT OF
THIS ALIVE AND NOT
BEFORE. NOW...

...HERE
WE GO!

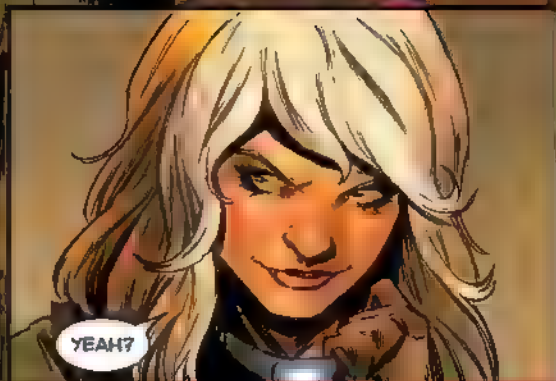






WELL,
THIS IS NOT WHAT I
EXPECTED, BUT YOU HAVE
IMPRESSED ME, ROGUE. I SEE
I WAS RIGHT TO HAVE YOU FIGHT...
THE BETTER WOMAN HAS
PREVAILED, AND IT IS NOT
THE WOMAN I
EXPECTED!

AND I
SEE YOU HAVE
TAKEN ON CAROL'S
LOVELY EYES AND HER
GOLDEN HAIR, WHICH IS
EXCELLENT BECAUSE
I DO PREFER
BLONDES.

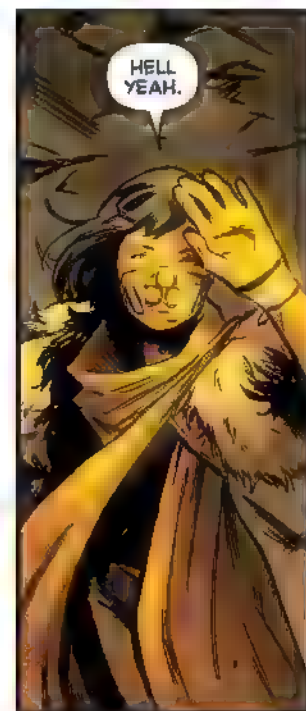
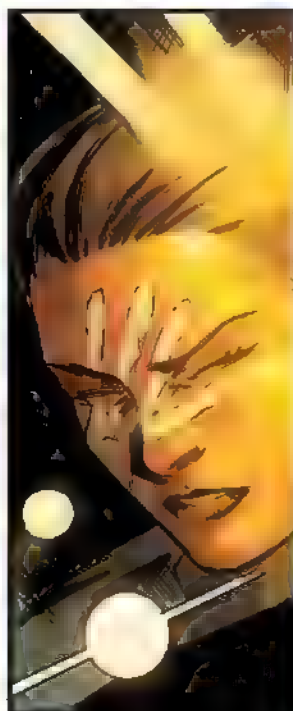
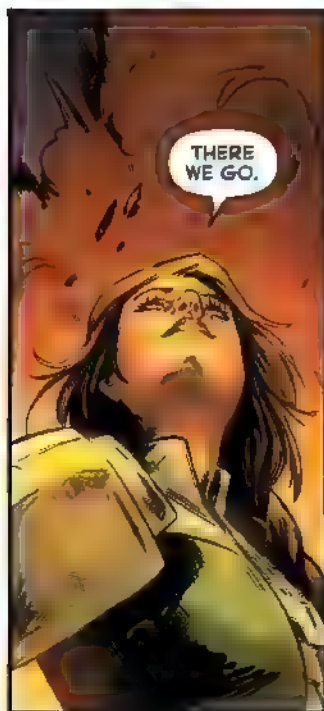
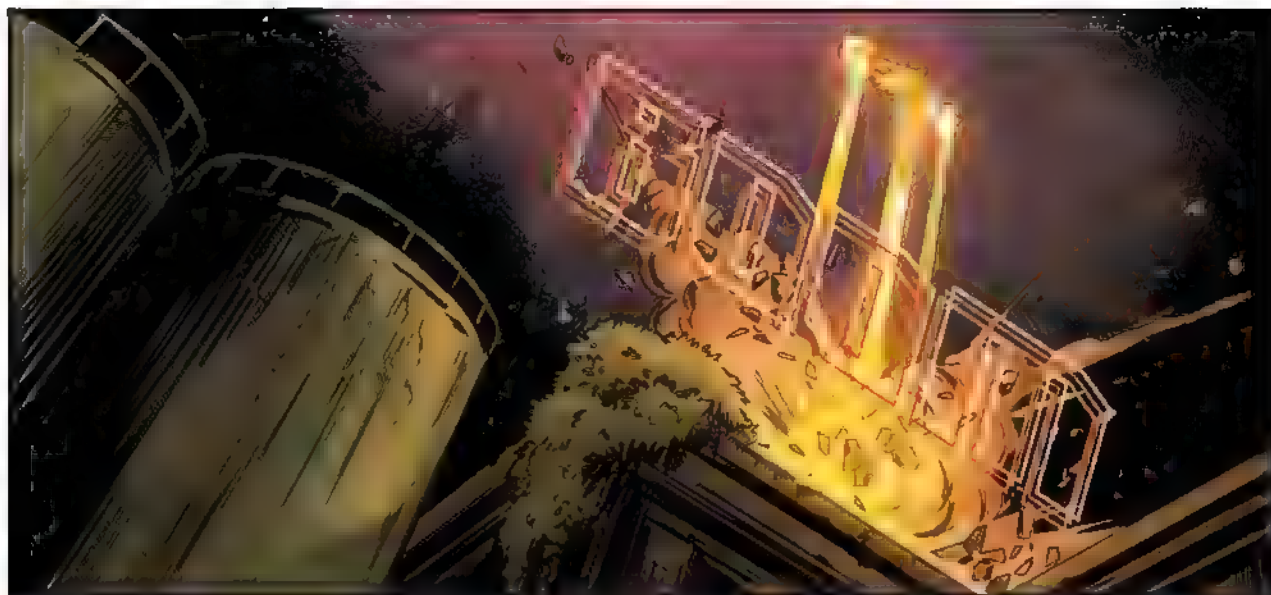


YEAH?



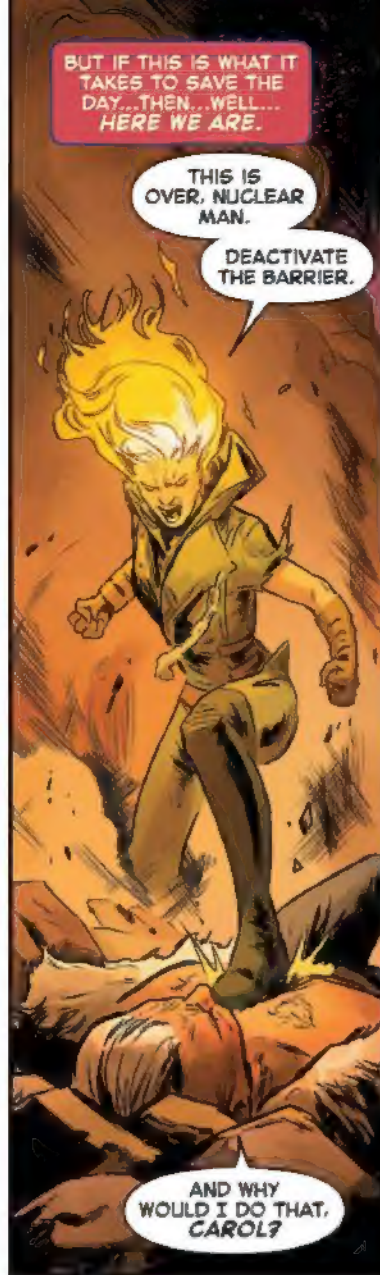
PITY FOR
YOU I'VE ALWAYS
PREFERRED
BRUNETTES.







THIS IS MY WORST NIGHTMARE... TRAPPED INSIDE ROGUE... SOMETHING I SWORE I'D NEVER LET HAPPEN AGAIN.



BUT IF THIS IS WHAT IT TAKES TO SAVE THE DAY... THEN... WELL... HERE WE ARE.

THIS IS OVER, NUCLEAR MAN.

DEACTIVATE THE BARRIER.

AND WHY WOULD I DO THAT, CAROL?



SILLY GIRL. DO YOU THINK I DIDN'T SEE ALL YOUR EARNST BUT FRUITLESS PLANNING? DID YOU THINK I DID NOT HAVE PLANS OF MY OWN?

YOU HAVEN'T EVEN FOUND MY BOMB YET.



OH GOD.



IT'S A TRAP... AND WE'VE WALKED RIGHT INTO IT.



NEXT ISSUE: THE BIG BANG!

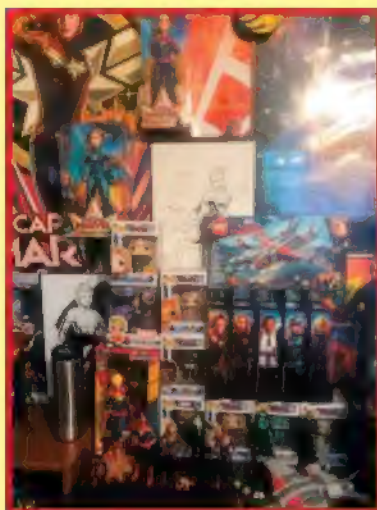
LETTERS FROM THE WINGS

Write us at mheroes@marvel.com to make it into a future letters page.

Mark your notes "OKAY TO PRINT."

Hey, guys!

Huge fan of everything you are doing with my favorite super hero, Carol Danvers! I have been a reader since 2016 and have been collecting every single issue since! I'm very excited to see how her adventures unfold after that wild ride we went on in THE LIFE OF CAPTAIN MARVEL and now with her new run! I'm excited for the new film and excited for where this series goes. From one Tennessean to another, thank you so much!



Zack

Holy crap, that is an epic collection! Love that commission in the middle especially. Hope you enjoyed the movie!

Hello, CAPTAIN MARVEL Team!

I've never been too into Carol, but when I found out Kelly Thompson (my favorite writer) was writing it, I asked my dad to get it! (Thanks, Dad :D) Now I LOVE IT! Kelly writes amazingly, as she always does, and her stories are great!

<3

Anabelle McGinley :)
New Jersey

Thanks for following Kelly here, Anabelle! Glad we could get you on the Carol train :)

Hey Sarah,

My 8-year-old Quite 'Nuff Sayer Leela and I saw the Captain Marvel movie last night, and

she had a hard time sleeping because she was so wound up. She woke up today, Monday, and purposely tried to look like her new favorite heroine (see attached photos). She'll go to school unafraid.

When I started reading comics more than 40 years ago, there weren't that many female super heroines young girls could look up to, nor creators and editors who made the stories. These days, it's an embarrassment of riches: Carol, Jen, Jessica, Kamala, Gwen, Doreen--they all speak to her and thousands of other young girls (her older sister Janna is also a hardcore fan of the science-y heroines). Thanks to you, Kelly, Carmen, Tamra and the rest for continuing Carol's story in the floppies.

"Dad, I think I know the message of Captain Marvel: to never let fear beat you, and to always stand up when you fall."

Higher, further, faster indeed!



Papa Joe
Charlottesville, VA

AH! My heart is crushed from the cuteness. Leela is beautiful and so smart! I love the message she found in the film. Thanks for writing in!

Greetings!

CAPTAIN MARVEL, with the fantastic team

of Kelly Thompson, Carmen Carnero, Tamra Bonvillian and Clayton Cowles, is my first foray into comic book fandom. My fierce wife and her dad grew up reading comics, and I had always wished that I had that upbringing. Although late to the Marvel Universe, and comics in general, I'm so happy to declare myself a new member of the Carol Corps! What an incredible womxn-led team to be taking on the storytelling of Carol Danvers. I can't wait for issue #3!

Best,
Justin
Chicago, IL

Well let me just say you picked a perfect book to dive into comics with! Welcome to the Corps, Justin--thanks for the love!

Dear Sarah, Kelly, Carmen and the whole Carol Corps,

So the craziest thing happened after I finished the second issue of CAPTAIN MARVEL. I loved it so much that I picked it right back up and read it again! I've never done that with a comic before!!! Thank you all for this wonderful book; I sincerely count the days until the next issue comes out. Carol has been giving me so much joy recently and you all are such a big part of that, so thank you. I also really need to take a second to thank Kelly, who is such a big inspiration to me, and I can't put into words how much her work means to me. And the way Carmen draws Carol alone is worth the price of this book, not to mention that everything and everyone else looks just as good. I'll stop there otherwise I never will but in summary THANK YOU!

Make Mine (Captain) Marvel,
Jordan

Aw, yay! Thank you, Jordan! I hope we keep you rereading :)

That's all the room we have this month! Keeping sending your letters and photos, and in the meantime, get ready for the big finale of arc one! Nudear Man don't even know what's comin'...

Xoxo,
Sarah



ZONE